

Juniper Development Corp

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Site: Wells G&H
Break: 11.9
Other: _____

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February 23, 1989

CERTIFIED - RETURN RECEIPT REQUESTED

Barbara Newman
Project Manager
Massachusetts Superfund Section
Waste Management Division
U.S. Environmental Protection Agency
JFK Federal Building, HRS-KAN3
Boston, MA 02203

Re: Wells G&H Site/Notice of Potential Liability
to Juniper Development Group

Dear Ms. Newman:

This office represents Juniper Development Group ("Juniper"). On February 3, 1989 Juniper was served with a Notice of Potential Liability with respect to the Wells G&H Superfund Site. By this letter, Juniper notifies you that it will not perform or finance the activities set forth in the Notice for the reasons set forth below.

The property was transferred to Juniper from the Trustee in Bankruptcy of Bristol Terminals, Inc. ("Bristol") on May 18, 1983 (see deed attached). An Order Authorizing the sale of this real estate free and clear of liens, encumbrances and security interests was entered by Judge James N. Gabriel, United States Bankruptcy Court, on April 27, 1983 (see Order attached).

Prior to the purchase, in November, 1982, the Department of Environmental Quality Engineering discovered twelve barrels containing what is alleged to be hazardous materials on the perimeter of the property purchased by Juniper. Bristol, which was the owner of the property at this time, was then under Chapter 11 Bankruptcy proceedings.



SEMS DocID 627735

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Despite having either actual or constructive notice of the bankruptcy of Bristol, the EPA failed to file a lien nor did it give notice to the Trustee in Bankruptcy of the outstanding Order against Bristol to clean-up the hazardous materials. Not only was the EPA aware of the hazardous waste problems at Wells G&H, but the EPA had long since known that Bristol was the owner at the time of the disposal of the materials. Therefore, the performance or financing of the activities set forth in the Notice of Potential Liability should be assessed against the bankrupt as an administrative expense.

In further responding to the Notice of Potential Liability, Juniper asserts that it is an innocent landowner who neither knew nor had reason to know of the existence of the barrels which have been alleged to contain hazardous materials prior to the purchase. Section 101(35) of SARA establishes the innocent landowner defense to landowners who acquire the property after the disposal of hazardous substances, if, at the time of acquisition, the landowner neither knew nor had "reason to know" of such disposal. To establish that the landowner had no "reason to know" it is written that the landowner must have undertaken, "at the time of acquisition, all appropriate inquiry into the previous ownership and uses of the property consistent with good commercial or customary practice in an effort to minimize liability".

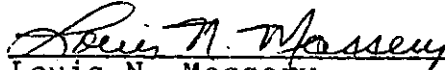
Juniper did, in fact, undertake, at the time of acquisition, all appropriate inquiry. Juniper performed a physical inspection of the property before acquisition. Juniper inspected all portions of the property which were accessible. Not only were the barrels in question on a remote and inaccessible portion of the land, but they were more than likely under water throughout the spring months leading up to the date of sale. Juniper's purchase was also made pursuant to the Bankruptcy Court's Order authorizing such sale. Juniper relied on this Order to insure that it was taking the property free of all liens, encumbrances and security interests. Juniper asserts that it is an "innocent landowner" and thus should be released from liability under Section 107(b)(3).

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For the reasons set forth above, Juniper responds that it will not perform or finance the activities set forth in the Notice of Potential Liability.

JUNIPER DEVELOPMENT GROUP,
By its attorneys,



Louis N. Massery
Roy P. Giarrusso
COOLEY, MANION, MOORE & JONES, P.C.
21 Custom House Street
Boston, MA 02110
(617) 737-3100

Site: Wens Galt

Break: 11.9

Other:

DEED

Bristol Terminals, Inc. a Massachusetts corporation with its principal place of business at 483 Dartmouth Street, New Bedford, Massachusetts, in consideration of One Million Six Hundred Thirty-Two Thousand One Hundred and 00/100 (\$1,632,100.00) Dollars paid hereby grants to Juniper Development Group, a General Partnership established under the laws of Massachusetts, the Agreement of General Partnership being recorded herewith, whose address is 25 Waterfield Road, Winchester, Massachusetts 01890 the land with the buildings and improvements thereon known as and numbered 60 Olympia Avenue, Woburn, Massachusetts, comprising in the aggregate approximately 21.4 acres of land and being more particularly described as three parcels as follows:

PARCEL ONE

All that certain lot, piece or parcel of land, together with the improvements located thereon, situate, lying and being in the City of Woburn, County of Middlesex, Commonwealth of Massachusetts, more particularly described as follows:

Being registered land bounded and described as follows:

NORTHERLY	by Olympia Avenue, four hundred thirty-six and 33/100 (436.33) feet;
EASTERLY	two hundred nineteen and 77/100 (219.77) feet;
SOUTHERLY	two hundred forty and 78/100 (240.78) feet;
SOUTHWESTERLY	one hundred fourteen and 20/100 (114.20) feet, by land now or formerly of the Boston & Maine Railroad.

Said land is shown as Lot 3 on a plan hereafter mentioned.

All of said boundaries are determined by the Land Court to be located as shown upon a plan as modified and approved by the Court, filed with the Land Registration Office, as Plan No. 29543A, a copy of a portion of which is on file with Certificate of Title No. 102898 with the South Registry District of Middlesex County in Registration Book 644, Page 148.

Being the same premises described in Certificate of Title No. 144188 on file with Middlesex South Registry District in Registration Book 851, Page 38.

Subject to a Taking by the Middlesex County Commissioners for relocation and widening of Olympia Avenue filed with said records as Document #365299, and to Certificate of Entry under said Taking, Document #376349.

For Grantor's title, see Transfer Certificate of Title No. 161223, on file with Middlesex South Registry District in Registration Book 936, Page 73.

PARCEL TWO

All that certain lot, piece or parcel of land, together with the improvements located thereon, situate, lying and being in the City of Woburn, County of Middlesex, Commonwealth of Massachusetts, more particularly described as follows:

A parcel shown as Lot 1 on a plan entitled "Plan of Land in Woburn, Mass," dated June 6, 1963 by Schofield Brothers, Registered Land Surveyors recorded with Middlesex South District Registry of Deeds in Book 10329, Page 112, as Plan #1119 of 1963 and is bounded and described as follows:

NORTHERLY by Olympia Avenue, one hundred sixty-one and 29/100 (161.29) feet;
EASTERLY by land now or formerly of Massachusetts Rifle Association, six hundred thirty-four (634) feet;
SOUTHERLY by lot 2 on said last mentioned plan, five hundred ten (510) feet;
WESTERLY by said last mentioned land, five hundred twenty-seven and 93/100 (527.93) feet;
NORTHERLY again by the first mentioned parcel, two hundred five and 71/100 (205.71) feet;
NORTHWESTERLY by said last mentioned land, two hundred five and 34/100 (205.34) feet.

Containing approximately six (6) acres and 25,741 square feet of land.

PARCEL THREE

All that certain lot, piece or parcel of land, together with the improvements located thereon, situate, lying and being in the City of Woburn, County of Middlesex, Commonwealth of Massachusetts, more particularly described as follows:

Beginning on the southerly side of Olympia Avenue at a point marking the intersection of the southerly side line of Olympia Avenue (as now located) and the easterly boundary of land of the Boston and Maine Railroad, said point being approximately 40 feet easterly of the center line of said Railroad land, as shown on a plan entitled "Plan of Land in Woburn, Mass.", Scale 1" = 60', dated June 6, 1963 by Schofield Brothers, Registered Land Surveyors, and as revised and recertified June 21, 1974; thence running north 76° 20' 23" East by said Olympia Avenue two hundred twenty-eight and six hundredths (228.06) feet to the northwest corner of

Lot 3; thence turning and running as shown on said plan the following courses and distances:

S 48° 52' 40" E twenty-six and seventy-nine hundredths (26.79) feet thence;

S 28° 37' 40" E seventy-five and seventeen hundredths (75.17) feet thence;

N 87° 47' 47" E thirty-five and seven hundredths (35.07) feet thence;

S 13° 08' 34" E five hundred twenty-seven and ninety-three hundredths (527.93) feet thence;

N 76° 51' 26" E five hundred ten (510.00) feet thence;

S 13° 08' 34" E four hundred sixty-four and fifty-one hundredths (464.51) feet to an iron pipe thence;

S 76° 51' 14" W six hundred sixty-two and thirty-five hundredths (662.35) feet to an iron pipe thence;

S 12° 34' 37" E five hundred two and eighty-three hundredths (502.83) feet to a point thence;

N 79° 34' 37" W fifty-three (53.00) feet to a point thence;

S 79° 55' 23" W sixty-six and eighteen hundredths (66.18) feet to the land of said railroad thence;

Northwesterly on a curve to the left having a radius of three thousand forty-one and twenty-five hundredths (3041.25) feet, and a length of two hundred three and fifty-one (203.51) feet to a point thence;

N 14° 20' 49" W thirteen hundred sixty-six and twenty hundredths (1366.20) feet to the point of beginning; all said measurements being more or less.

Said parcels One, Two and Three are conveyed subject to and with the benefit of easements and restrictions of record insofar as the same are now in force and applicable.

Parcels Two and Three being the same unregistered premises conveyed to Bristol Terminals, Inc., by deed from Woburn Associates, dated July 29, 1980, recorded with the Middlesex Land Registration Office as Document #599874, and with Middlesex South District Registry of Deeds in Book 14020, Page 276.

WITNESS the execution hereof this 18th day of May, 1983.

Bristol Terminals, Inc.

By: Richard E. Edwards, Jr.
Richard E. Edwards, President

COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss.

May 18, 1983

Then personally appeared the above-named Richard E. Edwards, President and acknowledged the foregoing to be the free act and deed of Bristol Terminals, Inc., before me.

George M. Dallas
Notary Public
My Commission Expires: